

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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In re: : **Chapter 11**

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TSIC, Inc. f/k/a Sharper Image Corporation,¹ : **Case No. 08-10322 (KG)**

:

Debtor. : **Related Doc.: 2441**

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NOTICE OF FILING OF REVISED PROPOSED ORDER PURSUANT TO SECTION 105(a) OF THE BANKRUPTCY CODE AUTHORIZING PAYMENT OF GIFT CARD CLAIMS AND GIFT CARD CLASS COUNSEL FEES AND EXPENSES

PLEASE TAKE NOTICE that TSIC, Inc. f/k/a Sharper Image Corporation (“TSIC”), is filing the attached *revised* proposed Order Pursuant to Section 105(a) of the Bankruptcy Code Authorizing Payment of Gift Card Claims and Gift Card Class Counsel Fees and Expenses as Exhibit “1” hereto. Exhibit “2” attached hereto is a redline marked to show changes from the form of proposed order attached as Exhibit “A” to the *Motion of Debtor for Order Pursuant to Section 105(a) of the Bankruptcy Code Authorizing Payment of Gift Card Claims and Gift Card Class Counsel Fees and Expenses* [Docket No. 2441].

Dated: May 30, 2012

/s/ Ericka F. Johnson
Steven K. Kortanek (Del Bar No. 3106)
Ericka F. Johnson (Del Bar No. 5024)
WOMBLE CARLYLE SANDRIDGE &
RICE, LLP
222 Delaware Avenue, Suite 1501
Wilmington, Delaware 19801
Telephone: (302) 252-4320
Facsimile: (302) 252-4330

1 The address of the Debtor’s principal executive offices is 1255 Treat Blvd, Ste. 300, Walnut Creek, California 94597. The Debtor’s EIN is 94-2493558.



- and -

Harvey R. Miller
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

ATTORNEYS FOR THE DEBTOR
AND DEBTOR IN POSSESSION

EXHIBIT 1

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----X
: **Chapter 11**
: **Case No. 08-10322 (KG)**
: **Re: Docket No. 2441**
: **Debtor.**
-----X

**ORDER PURSUANT TO SECTION 105(a) OF THE
BANKRUPTCY CODE AUTHORIZING PAYMENT OF GIFT
CARD CLAIMS AND GIFT CARD CLASS COUNSEL FEES AND EXPENSES**

Upon the motion, dated May 21, 2012 (the “Motion”),² of TSIC, Inc. f/k/a Sharper Image Corporation (“TSIC”), as debtor and debtor in possession, for an order pursuant to section 105(a) of title 11 of the United States Code (the “Bankruptcy Code”) authorizing payment on account of Gift Card Claims, Affirmation Claims, and Class Counsel fees and expenses, as more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and the relief requested in the Motion being in the best interests of TSIC and its estate and creditors; and the Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before the

¹ The address of the Debtor’s principal executive offices is 1255 Treat Blvd, Ste. 300, Walnut Creek, California 94597. The Debtor’s EIN is 94-2493558.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

Court (the “Hearing”); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted; and it is further

ORDERED that the distribution amounts on account of the Gift Card Claims and Affirmation Claims included on Exhibit 1 to this Order (the “Additional Allowed Gift Card Claims”) are approved; and it is further

ORDERED that as soon as practicable, TSIC will wire the funds (i) necessary to satisfy the claims of the holders of Gift Card Claims and Affirmation Claims, as set forth in the Proposal Approval Order, and the Additional Allowed Gift Card Claims, (ii) necessary to satisfy Class Counsel fees and expenses, as set forth in the Court’s Memorandum Order dated March 9, 2012 and the Proposal Approval Order, (iii) which will serve as an incentive award as set forth in the Proposal Approval Order which incentive award will be paid from the recovery fund to Class Counsel for distribution to the class representative, and (iv) that will be contributed to a cy pres recipient by Class Counsel as set forth in the Proposal Approval Order, to Kurtzman Carson Consultants, LLC, TSIC’s court-appointed claims and noticing agent who is authorized to distribute the funds in accordance with this Order and the Proposal Approval Order; and it is further

ORDERED that this Court shall retain jurisdiction to interpret and enforce the

terms of this Order.

Dated: Wilmington, Delaware
_____, 2012

THE HONORABLE KEVIN GROSS
CHIEF UNITED STATES BANKRUPTCY JUDGE

Exhibit 1
Additional Allowed Gift Card Claims

Additional Allowed Gift Card Claims

Claim No.	Name	Docs Provided (Y/N?)	Claim Amount	Allowed Amount	Distribution Amount
8248	Abbott B Cohen	No	\$480.01	\$100.00	\$27.60
8252	Adrian Oleck	Yes	\$50.00	\$50.00	\$50.00
8105	Andrea Conway	Yes	\$54.34	\$54.34	\$54.34
8077	Arthur T OConnor	Yes	\$86.45	\$86.45	\$86.45
8116	Becky Gavkel	Yes	\$250.00	\$250.00	\$250.00
8017	Ben Hammer	Yes	\$617.05	\$617.05	\$617.05
8283	Brandi Tafoya	No	\$100.00	\$100.00	\$27.60
8192	Caroline Donohue	Yes	\$53.82	\$53.82	\$53.82
8244	Chase Scott Kmec	Yes	\$100.00	\$100.00	\$100.00
8240	Cheryl Istvan	Yes	\$50.00	\$50.00	\$50.00
8170	Christian Jaquier	Yes	\$175.00	\$175.00	\$175.00
8169	Christine Li	Yes	\$75.00	\$75.00	\$75.00
8123	Christopher Riccio	No	\$218.90	\$100.00	\$27.60
8256	Cindy Vinsand	Yes	\$200.00	\$200.00	\$200.00
8038	Coque K Dion	Yes	\$100.00	\$100.00	\$100.00
8069	Cynthia R Sinnett	Yes	\$100.00	\$100.00	\$100.00
8171	David Cohan	Yes	\$54.07	\$54.07	\$54.07
8172	Don Bennett	Yes	\$100.00	\$100.00	\$100.00
8158	Dr Daniel R Watson	Yes	\$75.00	\$75.00	\$75.00
8089	Ecaterina Chelaru	Yes	\$480.00	\$480.00	\$480.00
8152	Ed Berman	Yes	\$50.00	\$50.00	\$50.00
8142	Edward Villalobos	Yes	\$50.00	\$50.00	\$50.00
8096	Egon W Brown	Yes	\$125.00	\$125.00	\$125.00
8251	Frank Vivas	Yes	\$1,500.00	\$1,500.00	\$1,500.00
8137	Gregory Allen Phillips	Yes	\$75.00	\$75.00	\$75.00
8181	Gregory White	Yes	\$50.00	\$50.00	\$50.00
8287	Harry Kaylor	Yes	\$25.00	\$25.00	\$25.00
8220	Howard Koslofsky	Yes	\$100.00	\$100.00	\$100.00
8178	Irwin L Coskey	Yes	\$106.55	\$6.55	6.55*
8037	James McNeely	Yes	\$50.00	\$50.00	\$50.00
8235	James T Evans	Yes	\$63.82	\$63.82	\$63.82
8121	Jeff Beighley	Yes	\$35.00	\$35.00	\$35.00
8058	Jeffery G Julian	Yes	\$180.00	\$180.00	\$100.00
8060	Jeffrey R Moll	Yes	\$75.00	\$75.00	\$75.00
8266	Joel Bradley	Yes	\$14.04	\$14.04	\$14.04
8177	John Mendez	No	\$160.00	\$100.00	\$27.60
8195	John R Lawrence	Yes	\$75.00	\$75.00	\$75.00
8269	John Selleck	Yes	\$300.00	\$300.00	\$300.00
8250	Joleen Swift	Yes	\$50.00	\$50.00	\$50.00
8133	Joseph Questionati	Yes	\$70.00	\$70.00	\$70.00
8205	Joseph T Clark Jr	Yes	\$100.00	\$100.00	\$100.00
8056	Kara Molenhouse	Yes	\$66.58	\$66.58	\$66.58
8099	Karin Tarvin	Yes	\$100.00	\$100.00	\$100.00
8146	Kenneth David	Yes	\$149.85	\$149.85	\$149.85
8149	Kent Gordon	Yes	\$30.00	\$30.00	\$30.00
8042	Kevin McMaster	Yes	\$250.00	\$250.00	\$250.00
8068	Kristian Klemm	Yes	\$100.00	\$100.00	\$100.00
8136	Leslie Schelin	Yes	\$50.00	\$50.00	\$50.00
8237	Loretta A. Fontana	Yes	\$75.00	\$75.00	\$75.00
8085	Lynn Lamont	Yes	\$50.00	\$50.00	\$50.00
8088	Maggie Wolfe Riley	Yes	\$50.00	\$50.00	\$50.00
8183	Matthew J Adrian	Yes	\$50.00	\$50.00	\$50.00
8117	Michael Skala	No	\$100.00	\$100.00	\$27.60

Additional Allowed Gift Card Claims

Claim No.	Name	Docs Provided (Y/N?)	Claim Amount	Allowed Amount	Distribution Amount
8257	Michele D. Culpepper/Peter K. Brown	Yes	\$50.00	\$50.00	\$50.00
8011	Michelle Cutright	Yes	\$100.00	\$100.00	\$100.00
8052	Nick Ricco	Yes	\$50.00	\$50.00	\$50.00
8098	Nicole Taylor	Yes	\$35.00	\$35.00	\$35.00
8129	Pamalyn Selle	Yes	\$100.00	\$100.00	\$100.00
8285	Pamela S. Bushman	Yes	\$49.07	\$49.07	\$49.07
8180	Paul M Julich	Yes	\$125.80	\$125.80	\$125.80
8166	Paul Michael	Yes	\$472.44	\$472.44	\$472.44
8186	Robert Eilers	Yes	\$50.00	\$50.00	\$50.00
8242	Robert Gibson	Yes	\$50.00	\$50.00	\$50.00
8208	Robert Lemell	Yes	\$100.00	\$100.00	\$100.00
8054	Roger Engkjer	No	\$50.00	\$50.00	\$27.60
8036	Roland C Lamb	Yes	\$50.00	\$50.00	\$50.00
8217	Sandra A Donahue	Yes	\$500.00	\$500.00	\$500.00
8103	Stephen Hughes	Yes	\$100.00	\$100.00	\$100.00
8193	Stephen T Urban	Yes	\$100.00	\$100.00	\$100.00
8102	Steve Schulman	Yes	\$64.70	\$64.70	\$64.70
8271	Susan Czlapinski	Yes	\$25.00	\$25.00	\$25.00
8106	Ted Bearden	Yes	\$70.00	\$70.00	\$70.00
8032	Tejas Mehta	Yes	\$50.00	\$50.00	\$50.00
8241	Terri Brown	Yes	\$50.00	\$50.00	\$50.00
8144	Tiffany Cuhibber	Yes	\$100.00	\$100.00	\$100.00
8196	Todd Cottrell	Yes	\$100.00	\$100.00	\$100.00
8090	Wai Wong	Yes	\$90.67	\$90.67	\$90.67
8288	William Michael Shea	Yes	\$40.00	\$40.00	\$40.00
8138	Zohra Rasekh	Yes	\$150.00	\$150.00	\$150.00

* Per the Gift Card Procedures Order, distribution amounts of less than \$10.00 (ten dollars) will not be paid to claimants individually

EXHIBIT 2

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: **Case No. 08-10322 (KG)**
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8138	Zohra Rasekh	Yes	\$150.00	\$150.00	\$150.00

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Summary Report:	
Litéra® Change-Pro TDC 7.0.0.320 Document Comparison done on 5/30/2012 3:29:26 PM	
Style Name: Default Style	
Original DMS: iw://USDMS/US_ACTIVE/44014095/1	
Modified DMS: iw://USDMS/US_ACTIVE/44014095/2	
Changes:	
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Delete	3
Move From	0
<u>Move To</u>	0
<u>Table Insert</u>	0
Table Delete	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format Changes	0
Total Changes:	12